

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

**KEYBANK NATIONAL ASSOCIATION,**

Plaintiff

vs.

**ELEMENT TRANSPORTATION LLC, f/k/a  
ELEMENT FINANCIAL CORP. (DELAWARE)**

and

**ELEMENT FLEET MANAGEMENT CORP.,  
f/k/a ELEMENT FINANCIAL CORP.  
(ONTARIO),**

Defendants.

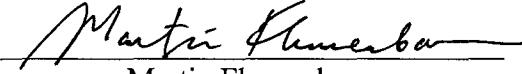
Civil Action No.: 16-cv-08958-  
JFK

**RULE 7.1 STATEMENT  
OF DEFENDANTS ELEMENT  
TRANSPORTATION LLC  
AND ELEMENT FLEET  
MANAGEMENT CORP.**

Pursuant to Rule 7.1 of the Federal Rules of Civil Procedure, Defendants Element Transportation LLC and Element Fleet Management Corp., by their undersigned counsel, hereby state that Element Transportation LLC, a Delaware limited liability company, is 100% owned by Element Fleet Management Corp., a publicly held corporation whose securities are traded on the Toronto Stock Exchange. Element Fleet Management Corp. has no parent corporation, and no corporation holds ten percent or more of any class of Element Fleet Management Corp.'s equity interests.

Dated: December 14, 2016  
New York, New York

PAUL, WEISS, RIFKIND, WHARTON &  
GARRISON LLP

By:   
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Element Transportation LLC and  
Element Fleet Management Corp.*